

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

FREEDOM MORTGAGE CORPORATION, )

Plaintiff, )

v. )

C. A. No. 08-146-GMS

IRWIN FINANCIAL CORPORATION, and )  
IRWIN MORTGAGE CORPORATION, )

Defendants. )

**DEFENDANTS' MOTION TO DISMISS, STAY OR TRANSFER  
TO THE NORTHERN DISTRICT OF CALIFORNIA**

Defendants Irwin Financial Corporation ("IFC") and Irwin Mortgage Company ("IMC"), by and through their undersigned counsel, move this Court for an order in the form attached hereto to dismiss, or in the alternative stay or transfer this action. The grounds for this motion are set forth in Defendants' Opening Brief in Support of Their Motion to Dismiss, Stay, or Transfer to the Northern District of California and the Declaration of Dominique-Chantale Alepin filed contemporaneously herewith.

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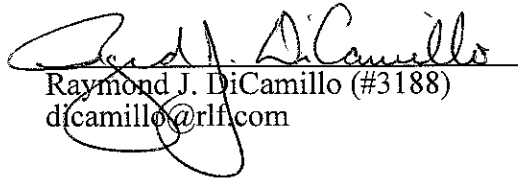
**CERTIFICATE OF SERVICE**

I hereby certify that on April 23, 2008, I caused to be served by electronic service and hand delivery the foregoing document and electronically filed the same with the Clerk of Court using CM/ECF which will send notification of such filing(s) to the following:

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I further certify that on April 23, 2008, the foregoing document was served by electronic service and Federal Express to the following:

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**ORDER GRANTING DEFENDANTS' MOTION TO DISMISS, STAY  
OR TRANSFER TO THE NORTHERN DISTRICT OF CALIFORNIA**

The Court, having considered Defendants' Motion to Dismiss, Stay or Transfer to the Northern District of California (the "Motion"), and good cause having been shown therefore,

**IT IS HEREBY ORDERED** this \_\_\_\_\_ day of \_\_\_\_\_, 2008 that the Defendants' Motion is GRANTED.

\_\_\_\_\_  
U.S. District Court Judge